

**AMENDMENT TO**

**BY-LAWS**

**OF**

**THE ARANSAS PASS MUNICIPAL DEVELOPMENT DISTRICT**

On the date hereinafter set forth, the Board of Directors, pursuant to Article V, Section 5 of the By-Laws, adopted the following Amendment to the By-Laws:

**AMEND ARTICLE II, SEC B** of the By-Laws to read as follows:

- “B. The board shall consist of eleven (11) Directors, each of whom shall be appointed by the City Council of the City. Each of the Directors shall be a resident of San Patricio or Nueces County, Texas and of the City of Aransas Pass.”

**CERTIFICATE OF SECRETARY**

I certify I am the duly elected and acting Secretary of the Aransas Pass Municipal Development District, and the foregoing Amendment to the By-Laws was duly adopted at a meeting of the Board of Directors held on February 17, 2009.

SIGNED THIS the 24<sup>th</sup> Day of February, 2009.

Randall Freeze  
Secretary of the District